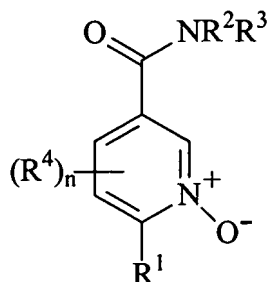


AMENDMENT TO THE CLAIMS

1. (Currently Amended) A compound having the structure (I):



(I)

and optical isomers, diastereomers, enantiomers and pharmaceutically acceptable salts thereof, wherein

R¹ is selected from halogen, substituted or unsubstituted alkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, substituted or unsubstituted carbocycle aliphatic ring, ~~substituted or unsubstituted heterocycle aliphatic ring~~, substituted or unsubstituted amino, hydroxy, hydrocarbyloxy, hydrocarbylthio or R⁵-SO₂-, where R⁵ is selected from hydrogen, halogen, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, substituted or unsubstituted carbocycle aliphatic ring, ~~substituted or unsubstituted heterocycle aliphatic ring~~, substituted or unsubstituted amino, or hydroxy;

R² is hydrogen;

R³ is substituted or unsubstituted aryl or substituted or unsubstituted aryl(alkylene);

R⁴ is selected from halogen, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, substituted or unsubstituted carbocycle aliphatic ring, ~~substituted or unsubstituted heterocycle aliphatic ring~~, substituted or unsubstituted amino, or hydroxy; and

n is 0 or 1;

~~provided, however, that when R³ is phenyl, R⁴ can not be halogen at the 4-position of the pyridine ring.~~

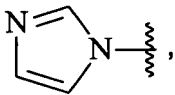
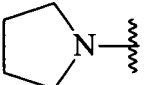
2. – 4. (Cancelled)

5. (Previously Amended) The compound of claim 1 wherein R^1 is R^5 - SO_2 - and R^5 is selected from alkyl, heteroalkyl, aryl, carbocycle, aryl(alkylene), and carbocycle(alkylene).

6. (Previously Amended) The compound of claim 5 wherein, for R^5 , alkyl is C_1 - C_{10} alkyl; heteroalkyl is C_1 - C_{10} alkyl with 1, 2 or 3 heteroatoms selected from N, O and S; aryl is phenyl, substituted phenyl, naphthyl or substituted naphthyl; carbocycle is C_3 - C_8 carbocycle; and alkylene is C_1 - C_{10} alkylene.

7. (Previously Amended) The compound of claim 5 wherein R^1 is selected from $(C_1$ - C_6 alkyl) SO_2 -, $PhSO_2$ -, fluorinatedphenyl SO_2 -, $PhCH_2SO_2$ -, cyclopentyl SO_2 -, *m*-carboxyphenyl SO_2 -, *m*-methylphenyl SO_2 -, and $HOOC$ -(C_1 - C_4 alkylene) SO_2 -.

8. (Currently Amended) The compound of claim 1 wherein R^1 is selected from halogen, amino, hydrocarbylamino, dihydrocarbylamino, hydrocarbyloxy, hydrocarbylthio, heterocyclyl, (heteroalkyl)amino, and (heteroaryl)amino.

9. (Previously Amended) The compound of claim 7 wherein R^1 is selected from amino, $(C_1$ - C_6 alkyl)(C_1 - C_6 alkyl)amino, $PhNH$ -, $PhCH_2NH$ -, , , and $HOCH_2CH_2NH$ -.

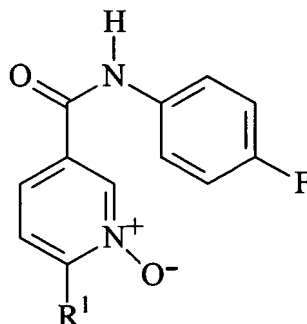
10. (Previously Amended) The compound of claim 8 wherein R^1 is selected from halogen and $(C_1$ - C_6 alkyl) S -.

11. (Previously Amended) The compound of claim 10 wherein R^1 is chloride.

12. (Cancelled)

13. (Previously Amended) The compound of claim 1 wherein R^3 is aryl.

14. (Previously Amended) The compound of claim 1 having the structure (II)



(II).

15. (Previously Amended) The compound of claim 14 wherein R¹ is selected from (C₁-C₆alkyl)SO₂⁻, PhSO₂⁻, fluorinatedphenylSO₂⁻, PhCH₂SO₂⁻, cyclopentylSO₂⁻, *m*-carboxyphenylSO₂⁻, *m*-methylphenylSO₂⁻, and HOOC-(C₁-C₄alkylene)SO₂⁻.

16. (Previously Amended) The compound of claim 1 wherein R³ is benzyl or phenyl, the benzyl or phenyl having 0, 1, 2, 3 or 4 substituents selected from alkoxy, alkoxycarbonyl, alkyl, alkylamido, alkylcarbonyl, amido, benzyl optionally substituted with halogen, benzyloxy, carboxy, cyano, dialkylamido, haloalkyl, haloalkyloxy, halogen, hydroxy, nitro, oxoalkyl, phenyl optionally substituted with halogen, thioalkyl, thiocyanate, and thiohaloalkyl.

17. (Cancelled)

18. (Previously Amended) A compound that is 6-chloro-N-(4-fluorophenyl)-1-oxynicotinamide.

19. (Previously Amended) A compound that is N-(4-fluorophenyl)-6-(2-hydroxyethylamino)-1-oxynicotinamide.

20. (Previously Amended) A compound that is 6-bromo-N-(4-fluorophenyl)-1-oxynicotinamide.

21. (Previously Amended) A compound that is 5,6-dichloro-N-(4-fluorophenyl)-1-oxynicotinamide.

22. (Previously Amended) A compound that is 6-ethanesulfonyl-N-(4-fluorophenyl)-1-oxynicotinamide.

23. (Previously Amended) A compound that is N-(4-fluorophenyl)-1-oxy-6-(propane-2-sulfonyl) nicotinamide.

24. (Previously Amended) A compound that is N-(4-fluorophenyl)-6-methanesulfonyl-1-oxynicotinamide.

25. (Previously Amended) A compound that is 6-benzenesulfonyl-N-(4-fluorophenyl)-1-oxynicotinamide.

26. (Previously Amended) A compound that is N-(4-fluorophenyl)-1-oxy-6-phenylmethanesulfonylnicotinamide.

27. (Previously Amended) A compound that is 6-chloro-N-(3-chloro-4-fluorophenyl)-1-oxynicotinamide.

28. (Previously Amended) A compound that is 6-chloro-N-(4-iodophenyl)-1-oxynicotinamide.

29. (Previously Amended) The compound of claim 1 wherein R^1 is selected from halogen, hydrocarbyloxy, hydrocarbylthio, R^5SO_2 or substituted or unsubstituted amino, R^2 is H, R^3 is aryl and n is 0.

30. (Previously Presented) A composition comprising a compound of claim 1 and a pharmaceutically acceptable carrier, adjuvant or excipient.

31.-44. (Cancelled)